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GROUP 12¢

the AMAZING SPIDER-MAN

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COMICS
CODE
AUTHORITY

22
MAR

ANOTHER **BIG**
ONE FROM
MIGHTY MARVEL!



NEW THRILLS! NEW VILLAINS! NEW SURPRISES!
SPIDEY BATTLES
THE CLOWN *And His* MASTERS OF MENACE!



Friend, dare YOU risk

ADIME 10#?

FOR A NEW MILLION DOLLAR HE-MAN BODY
STRENGTH-POWERED WITH 520 MIGHTY MUSCLES!
To Become A STAR in ANY SPORT! A SUCCESS IN EVERYTHING!

Rush to me your LAST CHANCE coupon below, —
I'LL RUSH to you FREE My Professional Secrets
HOW TO **GAIN UP TO 50 LBS OF MIGHTY MUSCLES!**

HOW TO LOSE up to 50 lbs. of UGLY DANGEROUS FAT
**FREE ALL FIVE \$5 WORLD-FAMOUS
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1. How to Develop 16 to 18½ INCH BIG ARMS
Powerful to land a knock-out blow fast.
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Work, Sports, for ATTRACTING GIRLS!
3. How to Mold a BROAD MUSCLE-PACKED BACK
and WONDER-WIDE SUPER-MAN SHOULDERS
tapering to a SLIM PUNCH-PROOF WAIST.
4. How to Develop LEGS with MARATHON ENDURANCE.
5. How to Mold BIG MUSCULAR FOREARMS, A STEEL GRIP.

How to Become a FEARLESS SELF-DEFENSE FIGHTER.
OVERPOWERING ANY BULLY TWICE YOUR SIZE!

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YOU

AFTER YOU ARE
REBUILT
by the
AMERICAN
BODYBUILDING
CLUB
NATURAL
POWER
PROGRESS-
IVE
METHODS from
your
HEAD to
your
HEELS
every inch
a REAL
HE-MAN

"YOUR PHYSICAL DIRECTOR BEN REB-
HUHN at 50 years of age. He is a brilliant
University Authority on creating a healthy
mind in a healthy body."
says Dr. Winfield Scott Pugh,
Commander, U.S. Navy Medical Corps.

YOURS FREE in this AMAZING NEW BOOK in colors. Jam-full with 120
PHOTOS of STRONG MEN and CHAMPIONS once WEAKER
than you, as you will see in their pitiful BEFORE Photos and Stories. There are scores of How-
to-do-it Pictures showing you how YOU can quickly and easily become AN OLYMPIC CHAMPION
in STRENGTH, SPEED and
ENDURANCE . . . and MR.
AMERICA in Build and
Physique.

In Joyous Celebration of the 35th ANNIVERSARY of WORLD-WIDE
BODYBUILDING SUCCESS CHANGING MEDIOCRE HALF-MEN INTO MAGNIFICENT
HE-MEN — IF YOU ACT FAST, YOU get my GOLD MINE of GIFTS FREE

"SKINNY or FAT, 15, 20, 30, 40, 50
or more years of age I'll BUILD

YOU
into A NEW ATHLETIC
MIGHTY-MUSCLED
STREAMLINED

**HE
MAN**

Ben Reb-Huhn

See the STARTLING BEFORE and AFTER PHOTOS
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GREAT BRICK, N.Y.



THIS BOOK will show you HOW
to WIN a 15" tall Trophy with
YOUR NAME, etc. engraved on
it a Gold Medal and from \$100
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YOU can WIN
\$100 and A BIG
TROPHY with
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SUCCESS engraved
on it as Bill Butler did
and many other pupils.

MAIL COUPON before it is too late!

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Mail me FREE all 5 WORLD FAMOUS STRENGTH TEST COURSES
including PHOTO BOOK 1: FAMOUS STRONG MEN, once weaklings,
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- ☐ I enclose 10c for mailing and handling.
I am under no other obligation.
I'm checking everything I need to give me the kind of body I want.
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Let me know
how to get
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\$100 worth
of Sports,
Self-defense,
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Stunts,
Courses,
Apparatus

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PREEEEEESENTING... The CLOWN, and his MASTERS OF MENACE!



WRITTEN BY: STAN LEE

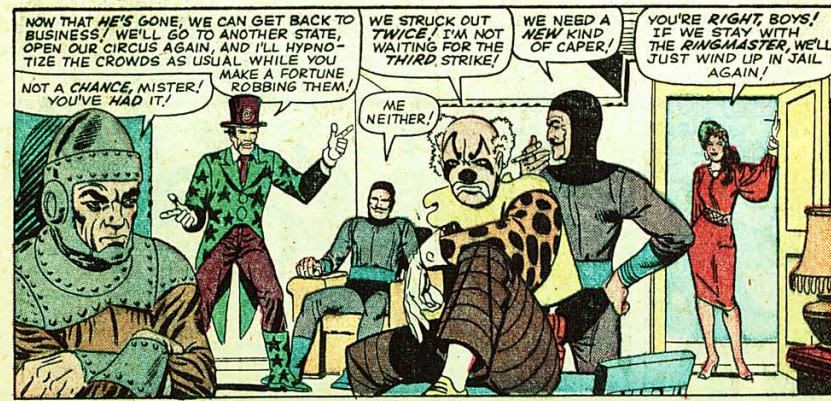
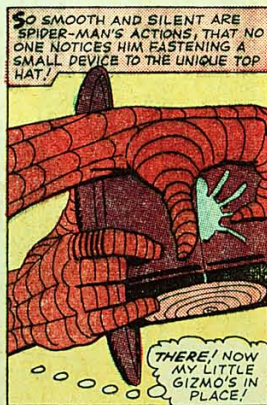
ILLUSTRATED BY: STEVE DITKO

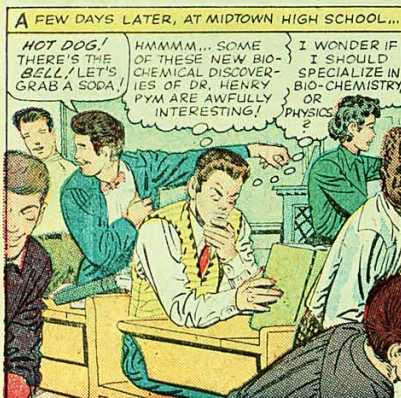
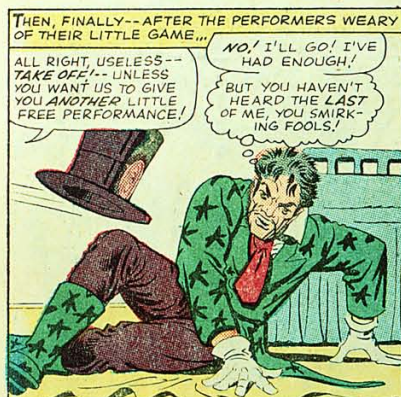
LETTERED BY:
ARTIE SIMEK

WE LET ARTIE DO THIS OCCASIONALLY.
IT'S CHEAPER THAN GIVING HIM A RAISE!

ANOTHER ONE OF LEE'S
LIVING LEGENDS!

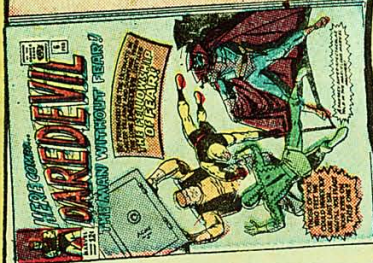
ANOTHER DAZZLING
DITKO DELIGHT!





CONTINUED AFTER NEXT PAGE

MORE TRIUMPHS FOR MARVEL...!



TRULY IN THE MIGHTY MARVEL TRADITION OF GREATNESS!

NOW ON SALE



THIS FREE BOOK SHOWS HOW YOU CAN MAKE BIG MONEY AS AN AUTO MECHANIC

even while you're learning!

Send for it today! Absolutely free!

Here are some of the things you'll see for yourself in this valuable FREE booklet...

- A quick way to get the training you need to become a success—in your spare time—and without losing a day's time or pay from your present job
- How to get a better job with more pay as an auto mechanic
- How to start your own business
- How to earn extra dollars as a specialist
- How to earn big money, even while you're learning
- How to get solid, practical experience without leaving your present job
- How to develop your skill with tools and test instruments
- How you can stop wishing and be a top-pay auto mechanic

The only difference between these men and you is that they acted

"Since starting my automotive course, I have worked on almost 50 different repair jobs, some including major overhaul."—Dale Grieser, Wisner, Neb.

"The auto course helps me in rebuilding engines. Also I am making more money than I ever did—have had two pay raises."—Frederick Rauland, Geneva, N.Y.

"I earn a good living and am getting much more work."—Angelo Carrieri, Altoona, Pa.

"Started with a Ford dealer soon after I earned my CTI diploma."—Robert Bloemcke, North Wales, Pa.

You are needed—mail coupon now for free booklet... see for yourself

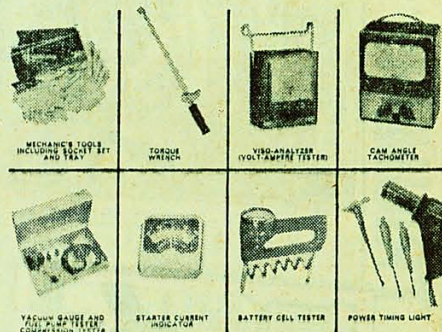
The shortage of trained auto mechanics today is staggering. Thousands of good jobs go begging—and more open up every day. A national publication recently reported that at least 50,000 new men are needed in the field immediately. Little wonder the pay is so high and the future so bright.

If you're tired of just getting along, if you'd really like to get moving in a good job or a business of your own—find out just how easy it is through tested and proved CTI spare-time training. There's no cost, no obligation. SEND FOR YOUR FREE BOOKLET TODAY.



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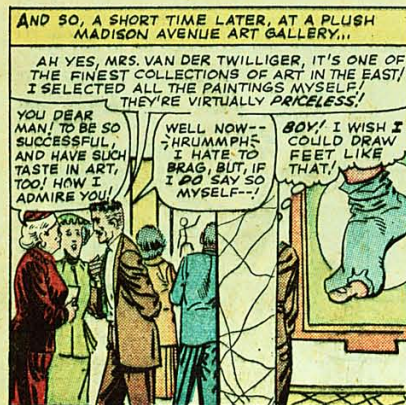
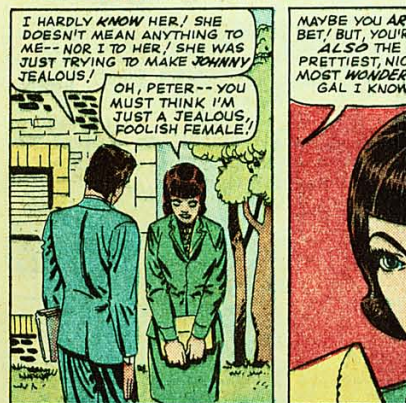
Please send me, absolutely free and without obligation, your fact-filled booklet, **MAKE BIG MONEY IN AUTO MECHANICS**. Also include, free and without obligation, your sample lesson.

Name _____ Age _____

Address _____

City _____ State _____ Zip Code _____

Mail today • no cost • no obligation • mail today



MEANWHILE, JUST OUTSIDE THE CROWDED GALLERY, WE FIND...

NOW WE'LL SEE WHETHER YOU'RE A BETTER LEADER THAN THE RINGMASTER, CLOWN!



THERE'S SO MUCH TALKING GOING ON IN FRONT, THEY'LL PROBABLY NEVER HEAR US BACK HERE! SO LET'S GO!



ONE! AND TWO! AND...

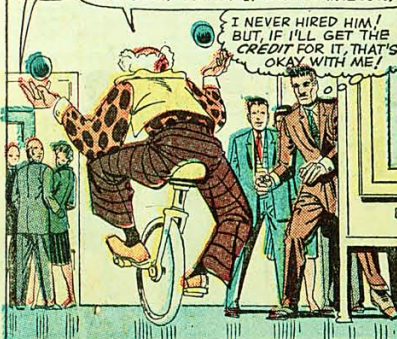


THREE!

PERFECT!

NOW, I'LL DISTRACT THEM WHILE YOU LOOT THE PLACE!

LOOK! A CLOWN! PREEESENTING: AN EXTRAORDINARY EPISODE OF JAZZY JUGGLING AND BREATH-TAKING BALANCE, THRU THE COURTESY OF MR. J. JONAH JAMESON!



I NEVER HIRED HIM! BUT, IF I'LL GET THE CREDIT FOR IT, THAT'S OKAY WITH ME!

IT'S WORKING LIKE A CHARM! HERE--CATCH!



WHILE EVERYBODY WATCHES THE CLOWN, WE CAN LOOT THE BACK ROOM AT OUR LEISURE!

YES SIRE! WE GOT OURSELVES A GREAT NEW LEADER!

DIDN'T I TELL YOU??

BUT, THERE'S USUALLY SOMEONE AROUND TO SPOIL WHAT SEEMS TO BE A PERFECT PLAN! IN THIS CASE, THAT SOMEONE IS...

THAT'S NO ORDINARY CLOWN! HE'S ONE OF THE RINGMASTER'S GANG! THAT MEANS THERE'S TROUBLE BREWING!



WHAT'S THAT NOISE FROM THE BACK ROOM?

WHO'S INSIDE THERE??

UH OH! SOMEONE'S SUSPICIOUS! I'VE GOT TO KEEP THE CROWD BACK!



STAY BACK, FOLKS! THINK HOW EMBARRASSING IT WOULD BE TO GET RUN OVER BY A UNICYCLE!

SOMETHING IS GOING ON! BUT I CAN'T CHANGE TO SPIDER-MAN NOW!

WHAT'S GOING ON HERE?? LET GO OF THOSE PAINTINGS!



I KINDA HATE TO REFUSE YOU, M.C., SINCE YOU ASK SO NICE AND POLITE!

BUT, US REAL ART LOVERS JUST HATE TO PART WITH PAINTINGS!



MINUTES LATER... GOOD! THE OTHERS MADE THEIR GETAWAY SAFELY! NOW I CAN FOLLOW AFTER THEM! WHAT A TRIUMPH THIS WAS!



MISTER JAMESON! ARE YOU ALL RIGHT??

OH, PETER! HE'S UNCONSCIOUS, AND -- HE -- HE'S JUST BARELY BREATHING! HE'S HURT VERY BADLY! WE NEED A DOCTOR!



GOOD THING THE POLICE ARE HERE! THEY'LL TAKE OVER NOW! BUT, IF ONLY I COULD GET AWAY -- TO CHANGE CLOTHES!

WHAT DO YOU KNOW ABOUT ALL THIS, FELLA??

THEN, AS A POLICE AMBULANCE SPEEDS THE STILL UNCONSCIOUS JONAH JAMESON TO THE HOSPITAL...

YOU TWO ARE IN THE CLEAR! YOU CAN GO NOW! WE'LL DO EVERYTHING WE CAN FOR YOUR BOSS, MISS BRANT!



POOR MR. JAMESON! EVEN THOUGH HE HAD HIS FAULTS, HE WASN'T REALLY SO BAD! I -- I PRAY THAT HE'LL BE ALL RIGHT...

C'MON, BETTY DEAR -- I'LL TAKE YOU HOME!

AND, EXACTLY TEN SECONDS AFTER BETTY BRANT'S DOOR CLOSING BEHIND HER --

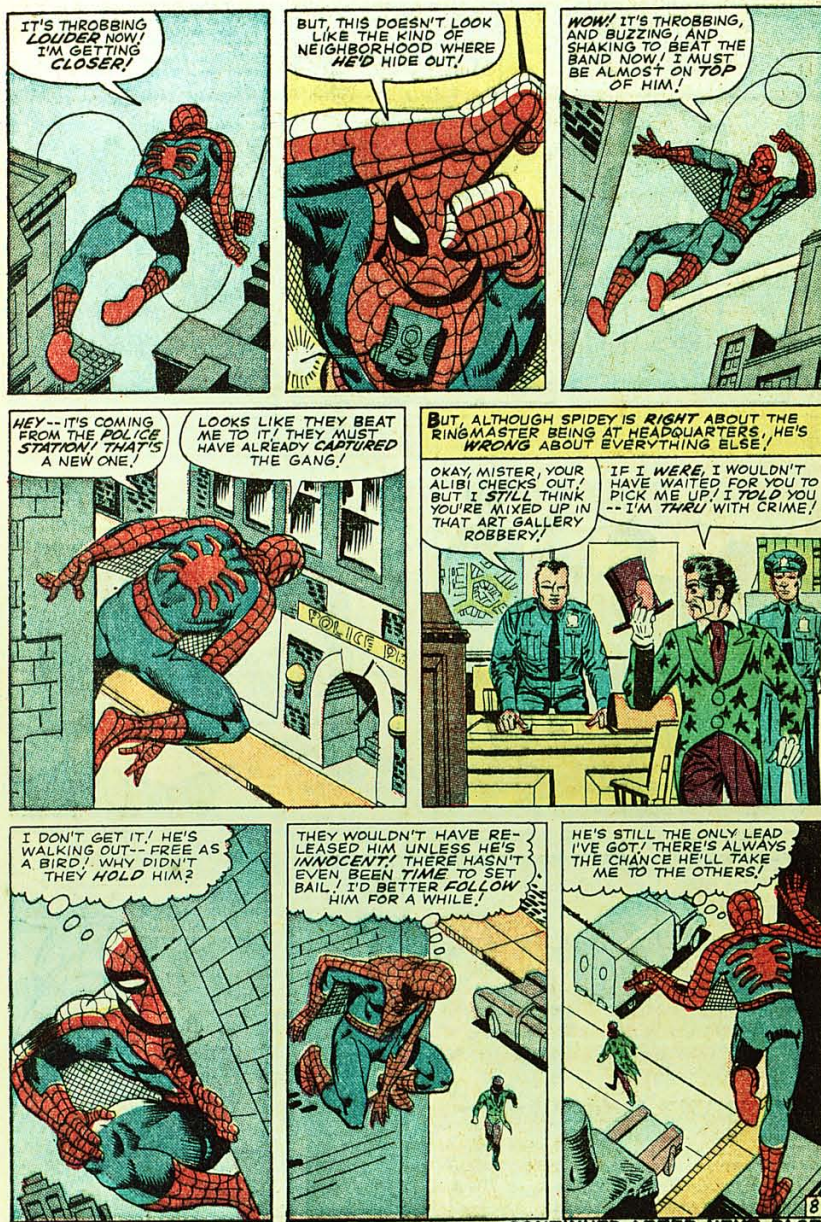
AT LAST I'M FREE TO GO INTO ACTION AS SPIDER-MAN! AND THE ONE I WANT TO FIND IS THE RINGMASTER!



NOTE: FOR THOSE OF YOU WHO HAVEN'T BEEN PAYING STRICT ATTENTION, WE WANNA REMIND YOU THAT SPIDEY STILL DOESN'T KNOW THAT THE RINGMASTER AND HIS LITTLE GANG HAVE SPLIT UP!

AHH, MY ELECTRONIC GIZMO IS STARTING TO THROB NOW! IT'LL LEAD ME TO THE RINGMASTER, AND HE'S SURE TO LEAD ME TO THE CLOWN AND HIS PLAYFUL LITTLE PALS!

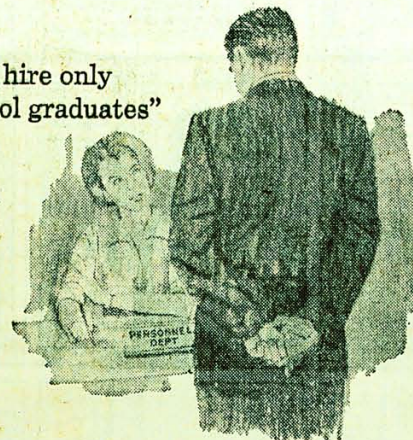




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Don't be held back from bigger pay and more opportunity just because you don't have a high school diploma. You can now finish high school at home—during your spare hours—without loss of a single day from your present job.

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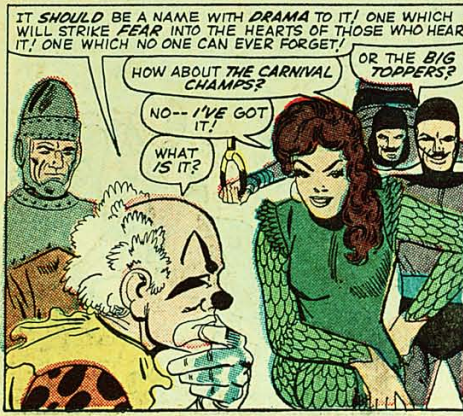
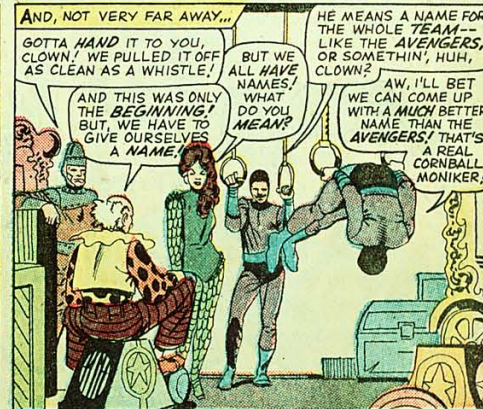


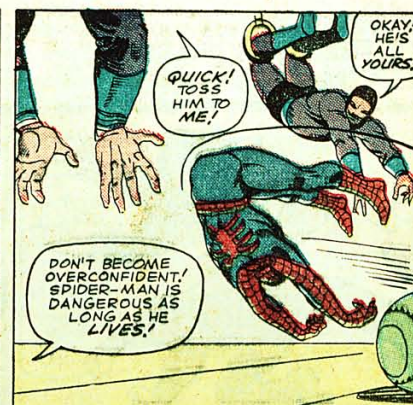
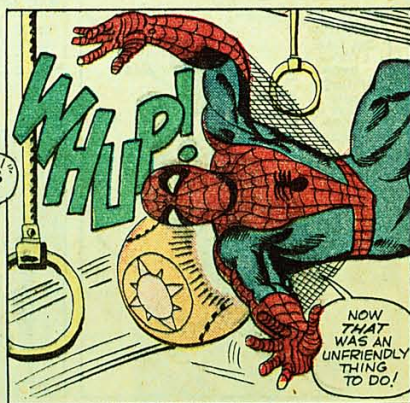
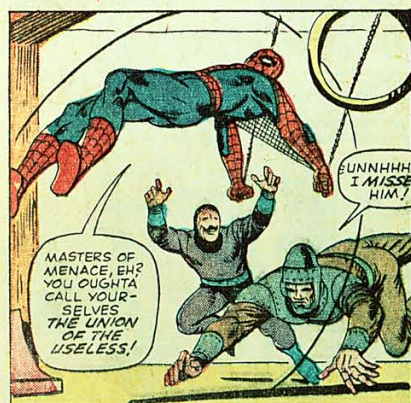
WAYNE SCHOOL

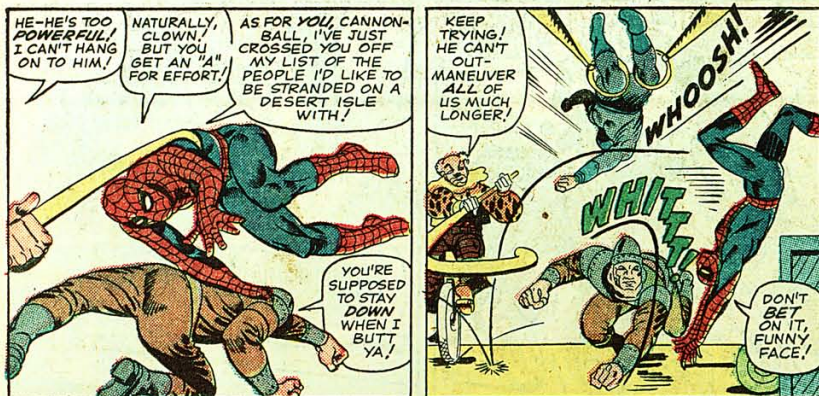
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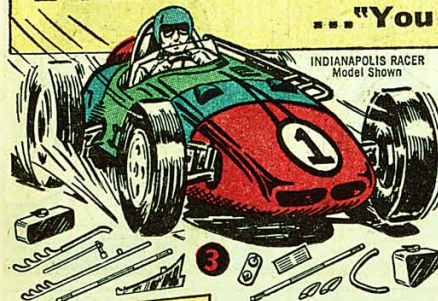






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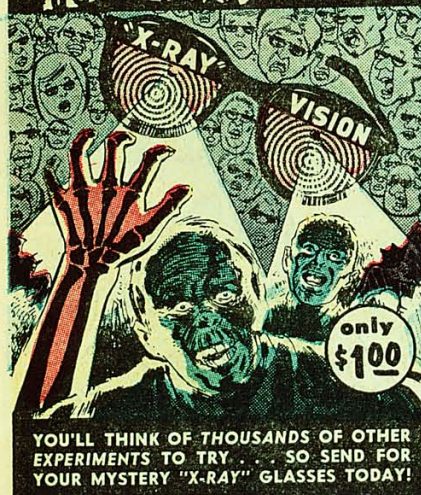
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☐ Ferrari ☐ Indianapolis

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- * HOLD UP your HAND, and APPARENTLY SEE the GRISLY MOVING "SKELETON" BONES RIGHT THROUGH the SKIN and FLESH! Try the same test with a DOG or CATS PAW... IT'S INCREDIBLE!
- * Gaze at an ORDINARY EGG and you seem to see right THROUGH ITS SHELL! Is there a CHICK inside? Look at a pencil and apparently see the LEAD INSIDE the VERY WOOD!
- * NOW—if YOU HAVE the NERVE, look at a friend's HEAD and you'll swear you can see his own THROBBING BRAIN within his SKULL!

TERMINAL FREE TRIAL BASIS: YOU MUST BE ABSOLUTELY DELIGHTED OR YOUR MONEY REFUNDED IN FULL!

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Box 502

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Please send me my "X-Ray Vision" Glasses at once. I understand that if I am not 100% delighted after my 10 day FREE TRIAL I may return them for full refund of the purchase price. I enclose \$1.00 and 25c shipping charges in cash, cheque or money order.

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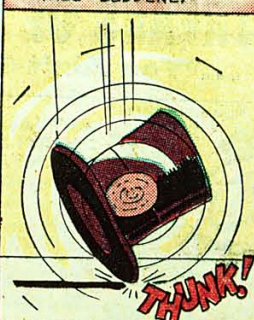
Niagara Falls, N.Y.

State _____

MEANWHILE, BACK AT THE RINGMASTER'S APARTMENT, THE SLIGHTLY SAVING HYPNOTIC HAT CONTINUES TO HOLD HIM IN ITS SPELL...



BUT, NOTHING LASTS FOR- EVER--NOT EVEN THE ADHESIVE WEBBING OF AMAZING SPIDER-MAN! THUS--SUDDENLY--



AND SO, SLOWLY-- SINISTERLY-- THE GLEAM OF INTELLIGENCE BEGINS TO RETURN TO THE COLD, MALEVOLENT EYES OF THE RINGMASTER!



NOW, THAT WAS A VERY UNKIND THING TO SAY! IT IMPLIED THAT I WOULD TELL AN UNTRUTH!



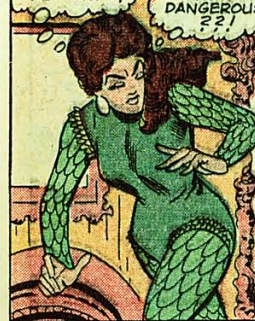
AND SO, IT BEHOOVES ME TO PROVE THAT I WASN'T BLUFFING!



NOW DON'T CROWD, BOYS! I PROMISE TO GET AROUND TO EACH ONE OF YOU AS SOON AS I CAN! FIRST COME, FIRST SERVED!



JUST AS I FEARED! THEY CAN'T HOLD HIM! I'VE GOT TO GET AWAY!



I SAVED YOU FOR LAST, CANNONBALL! YOU'RE THE BIG, BRAVE HERO WHO KNOCKED OUT MIDDLE-AGED JONAH JAMESON!



THAT NUTTY HELMET YOU WEAR LEFT RIVET MARKS ON HIS SKIN!



WONK!



JAMESON ISN'T ONE OF MY FAVORITE BUDY-BOYS, BUT AT LEAST HE'S GOOD FOR A FEW LAUGHS!



AND THAT TAKES CARE OF THAT! UH OH! WAIT A MINUTE--!



WHILE, IN A QUIET HOSPITAL ROOM, BETTY BRANT PATIENTLY KEEPS HER LONELY VIGIL...



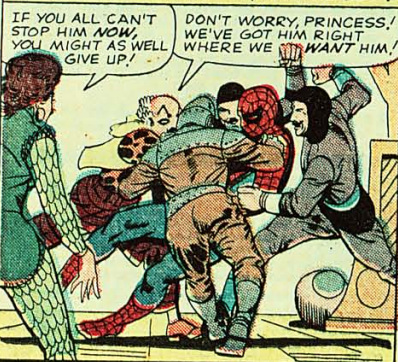
AND THEN... HE'S VERY FORTUNATE, MISS BRANT! THE X-RAYS SHOW NO INTERNAL INJURIES! HE SHOULD BE RECOVERING CONSCIOUSNESS BEFORE LONG!



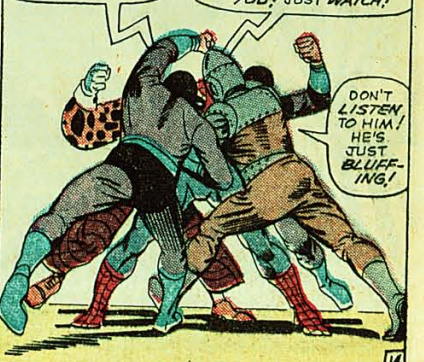
PETER WILL BE GLAD TO LEARN THAT-- BUT, COME TO THINK OF IT-- WHERE IS PETER?? I HAVEN'T SEEN HIM ALL DAY!



OKAY! THAT'S ENOUGH OF A PAUSE FOR YOU! NOW IT'S TIME TO GET BACK TO OUR WEB-SPINNING BOY WONDER--SO, HERE WE GO--!



YOU'VE GOT THAT BACKWARDS, BOYS! YOU'VE ALL GOT ME EXACTLY WHERE I WANT YOU! JUST WATCH!



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Exciting as the
SPACE AGE

Learn rocket principles with

Model Rockets

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Write with active, professional songwriters with publisher contacts. Records made. Share royalties.
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PRETTY LITTLE ANGEL EYES — CURTIS LEE
WHAT A SURPRISE — JOHNNY MAESTRO
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WELL, I'LL WORRY ABOUT THAT LATER, RIGHT NOW I'VE GOT TO REACH THE CLOWN AND THE OTHERS BEFORE THEY TAKE IT ON THE LAM.



HAH! IF I CAN UNMASK YOU, YOU'LL HAVE TO DO AS I SAY TO KEEP YOUR IDENTITY A SECRET!!



MY TRAINED SNAKE, OF COURSE! WHY DO YOU THINK I'M CALLED PRINCESS PYTHON? YOU FOOL??

HEY! TAKE IT EASY WITH THAT THING!! I-I DON'T WANT TO HAVE TO GET ROUGH WITH A FE-MALE!



HMMM! LOOKS LIKE THE RINGMASTER'S IN A MIGHTY BIG HURRY! I'LL JUST TAG ALONG BEHIND HIM, LIKE THE CHIEF TOLD ME TO.



I'LL TEACH THEM THEY CAN'T GET RID OF THEIR LEADER AS EASY AS THEY THINK!

SPURRED ON BY DESPERATION, SPIEY MOVES WITH BLINDING SPEED, RE-MASKING HIS FACE BEFORE PRINCESS PYTHON CAN SEE WHO HE REALLY IS!

WHEN? YOU WON'T GET A CHANCE TO DO THAT!



I'LL HAVE TO STOP HER WITH MY WEB! HEY--WHAT GIVES?? IT WON'T WORK! HER ELECTRIC PROD MUST HAVE FUSED MY WEB SHOOTERS!!



AND, AS THE TOP-HATTED HYPNOTIST RACES TO THE GLOOMY WAREHOUSE... TELL THE TRUTH, YOU MASKED DREAMBOAT—DON'T YOU FIND ME EVEN A LITTLE BIT ATTRACTIVE??



LADY IF YOU WERE SOPHIA LOREN, WHICH YOU'RE DEFINITELY NOT—I STILL WOULDN'T TRUST YOU FROM HERE TO THERE!

YOU HAD YOUR CHANCE! NOW YOU'LL BE SORRY YOU DIDN'T TAKE IT!

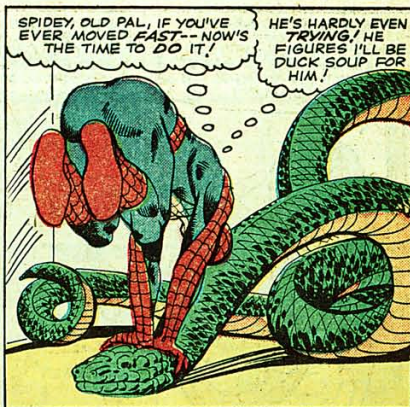
THIS ELECTRIC PROD CAN CONTROL MY ALL-POWERFUL PET! IT WILL CERTAINLY TAME YOU, TOO!

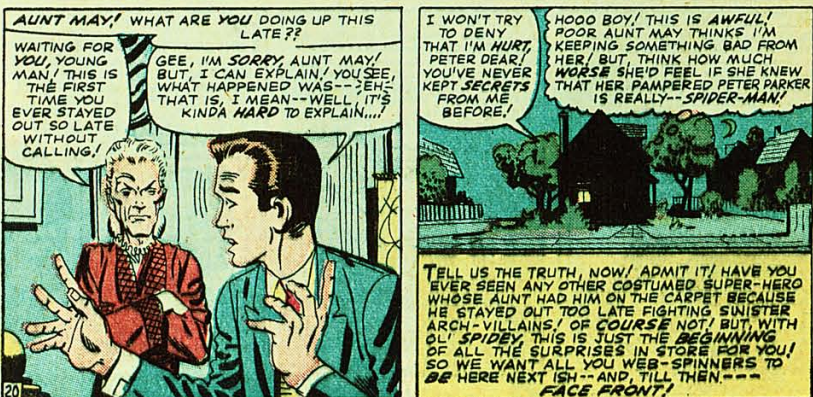
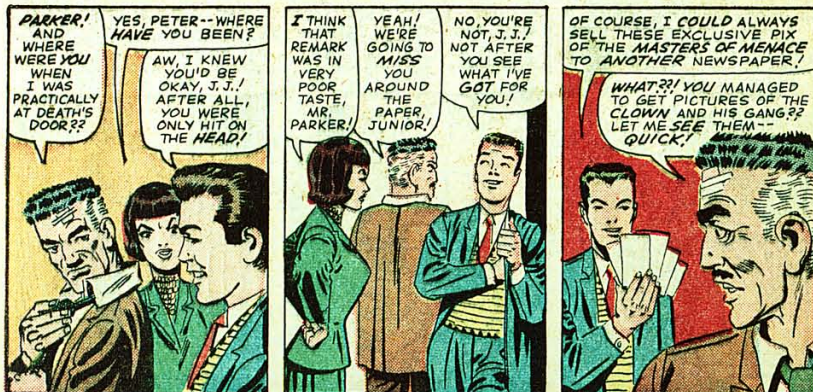


PET? WHAT PET?

MOMENTARILY UNSURE OF HIS NEXT MOVE, THE AMAZING TEEN-AGER IS SUDDENLY PRODDED BACK THRU A SMALL DOORWAY, INTO A MURKY, WINDOWLESS ROOM--







OF COURSE YOU CAN SUBSCRIBE TO THIS MAGAZINE! SIMPLY SEND \$1.75 FOR 12 ISSUES (FOREIGN SUBSCRIPTION \$2.25 IN AMERICAN FUNDS) TO: THE MARVEL COMICS GROUP, SPIDER-MAN, 2ND FLOOR, 675 MADISON AVE., NEW YORK, N.Y.

BOYS! MEN! I'LL HELP YOU MASTER YUBIWAZA

— says N.J. FLEMING — YUBIWAZA MASTER

*YUBIWAZA IS THE SECRET, AMAZINGLY EASY ART OF SELF-DEFENSE THAT TURNS JUST ONE FINGER OR YOUR HANDS INTO A POTENT WEAPON OF DEFENSE—WITHOUT ANY BODILY CONTACT...

In just 2 hours after you receive "YUBIWAZA" you will be on your way to being an invincible Yubiwaza Master, at home, this Fast, Easy picture way or it costs you nothing.



"I WEIGH ONLY 98 LBS. — YET I CAN PARALYZE A 200 POUND ATTACKER WITH JUST A FINGER — BECAUSE I KNOW YUBIWAZA!"

says Yoshie Imanami
Pretty Japanese wife of N.J. Fleming — Yubiwaza Master



WHAT YUBIWAZA CAN DO FOR YOU IN JUST A FEW SECONDS

11:05 P.M. — You return from dinner. Headlump throw insulting remarks to your date.

11:06 P.M. — They attack you with fists and feet. You counterattack with YUBIWAZA. The VITAL Decision is YOURS to make? Which shall it be? [] To play it "chicken" (by running away) [] Be a "thornhead" and be beaten up! (Mail coupon now and be prepared with YUBIWAZA to send your attackers flying!)

I'M A 3rd-DEGREE HOLDER OF THE BLACK BELT—SYMBOL OF HIGH PROFICIENCY IN THE JAPANESE SYSTEM OF SELF-DEFENSE THAT USES NO WEAPONS BUT BARE HANDS. I spent many years in Japan learning these little-known SECRETS. The most amazingly effective of all self-defense techniques that stood out in ALL my Japanese Training is contained in my AMAZING new Yubiwaza book — all yours to have if you ACT NOW. YUBIWAZA is the name of a fantastic system of Self-Defense that makes use of an EASY-to-Learn knowledge of vital body areas and the technique of the use of just ONE Finger or the entire hand to counteract & overcome ANY violent attack. It is commonly known that with the aid of Yubiwaza, young men & girls, too! — with only a few hours of training, turn back 3, 4 and even 4 attackers — temporarily DISABLING ONE, putting another to flight, making a third howl with pain, while the fourth begged his opponent to stop!

EASY — And I am now ready to show you through clear, easy-to-understand photos, every secret I guarantee to make you a YUBIWAZA specialist. You can't even get your paid will be refunded. You don't have to attend my school when I train beginners like you and turn them into experts. Now you can show your new power to YUBIWAZA in the privacy of your own home with only a few minutes of practice a day. I'll show you how to defend yourself against hoodlums, bullies, "wise guys" and juvenile delinquents who respect neither lives nor property.

NOW YOU TOO CAN LEARN YUBIWAZA!

The experts in Japan, who know and teach these ONE-finger techniques, have now explained that YUBIWAZA is a centuries-old system of Self-Defense which is so simple and so effective that outsiders were never instructed in its use. The system was restricted to Japanese who SWORE to apply these methods only in time of danger, and attack by an aggressor. Many of the very techniques in my Yubiwaza book, once highly guarded secrets of the ancient Samurai warriors never shown to outsiders are now shown to you — FIRST TIME!

When you apply YUBIWAZA methods, you can cut on an aggressor's hand with JUST ONE FINGER! You can disarm an opponent's knife with your fist, a broken bottle, or revolver at any kind of bludgeon. You can turn an aggressor's attack into your advantage with only one finger or your bare hands. No matter how big or small, strong or weak, you can overpower practically any opponent with lightning speed!

Knowledge of YUBIWAZA will turn you into a NEW MAN even if you never actually have to use it! For you will become SELF-ASSURED through your ability to handle yourself. You will walk with a deter-

mined and confident air secure with the knowledge that NOTHING can frighten you — that you can deal with ANY man, ANY weapon, ANY situation — that you can do all this with NO bodily contact! And you will win respect and admiration from everyone.

Thousands of men of all ages have won confidence and respect by learning YUBIWAZA. YOU can do the same! You owe it to your own peace of mind... to your friends need and loved ones to be able to defend yourself in these days when attack may come any time and place from hoodlums, criminals and delinquents. So mail Coupon NOW for my COMPLETE instruction on YUBIWAZA. If you and your friends don't say that YUBIWAZA has made a NEW MAN out of you, every cent will be refunded!

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If you order now, I'll include with-out extra charge 2 free gifts: your personal copy of HOW TO EASILY OVERCOME AND MASTER AN INFERIORITY COMPLEX, BASHFULNESS AND SHYNESS—plus—HOW TO DO STRONG-MAN STUNTS WITH EASE. And if you order promptly, I'll also include without extra charge your personal Membership Card in the American Yubiwaza Federation.



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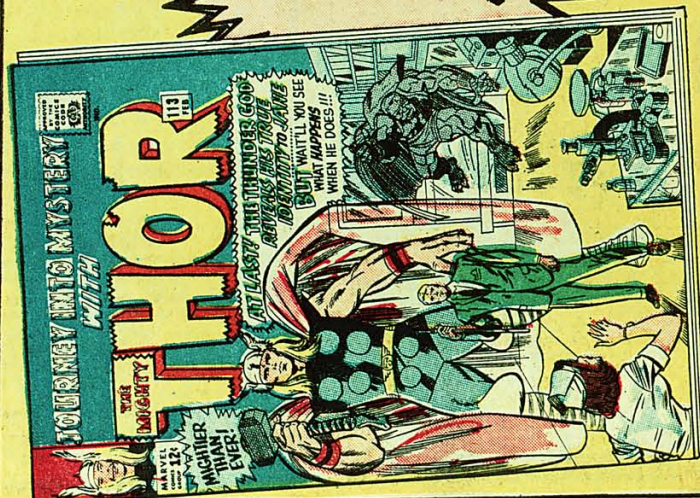
Rush your complete YUBIWAZA Program in plain wrapper. I enclose \$2.98 as payment for my copy of YUBIWAZA. My friends and I must be delighted with my amazing new YUBIWAZA power, or you will refund my money in full. Include my FREE Membership Card in the American Yubiwaza Federation. I will also include my personal copy of HOW TO EASILY OVERCOME AND MASTER AN INFERIORITY COMPLEX, BASHFULNESS AND SHYNESS — and HOW TO DO STRONG-MAN STUNTS WITH EASE.

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OUR LETTERS SECTION FOLLOWS AFTER NEXT PAGE!

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The Merry Marvel Marching Society

WHO SAYS OPPORTUNITY ONLY KNOCKS ONCE? OUT OF THE KINDNESS OF OUR GREEDY LITTLE HEARTS WE'RE REPRINTING THE ADORABLE AD WE RAN LAST ISSUE! SO IF YOU MISSED US LAST TIME AROUND, HERE'S WHAT YOU'LL GET WHEN YOU JOIN THE FAN CLUB TO END ALL FAN CLUBS... YOU MIGHT AS WELL JOIN AND GET IT OVER WITH! IT'S THE ONLY WAY TO STOP US FROM RUNNING THE SAME AD ALL THE TIME!

I BELONG

THE MERRY MARVEL MARCHING SOCIETY

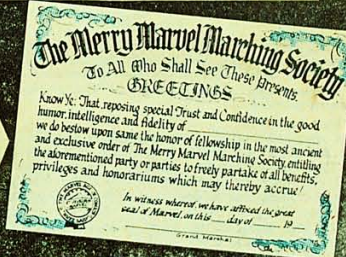
A GIANT-SIZE M.M.M.S. MEMBERSHIP BUTTON IN DECORATOR COLORS! JUST THE THING TO COVER GRAY STAINS ON YOUR SUPER-HERO CAPE, AND DESIGNED TO LOOK GREAT WHEN WORN NEXT TO YOUR PHI BETA KAPPA KEY!

A WHOLE MESS OF ABSOLUTELY USE-LESS M.M.M.S. STICKERS WHICH YOU CAN PASTE ONTO YOUR BOOKCOVERS, ATTACHE CASES, OR THE HUBCAPS OF YOUR STING-RAY! (AND FOR THE DON'T APPRECIATE US, WE HAVE SOME THAT READ HELP STAMP OUT THE M.M.M.S.!!)



WHEN OUR BULLPEN GANG DESIGNS A MEMBERSHIP CARD, WE DON'T KID AROUND! OUR "PLEDGE OF ALLEGIANCE TO MARVEL", WHICH YOU'LL FIND ON THE BACK, IS PROBABLY THE FUNNIEST THING SINCE THOR'S LAST CREW-CUT! NATURALLY, IT'S A GREAT STATUS SYMBOL, TOO! JUST WAVE IT AROUND NEXT TIME YOU'RE INVITED TO THE PENTAGON, AND WATCH THE TOP BRASS' FLIP! (YOU MAY DISCOVER THAT THEY'RE MERRY MARCHERS, TOO!)

FOR THOSE OF YOU LUCKY ENOUGH TO HAVE FIVE FRANTIC FRIENDS, WE'RE GONNA BREAK OUR HEARTS AND OFFER A REAL BARGAIN! ALL SIX OF YOU ALL CAN JOIN FOR ONLY FIVE DOLLARS! AND, BESIDES ALL THE JAZZ MENTIONED ABOVE, WE'LL DESIGNATE THE SIX OF YOU AS AN OFFICIAL M.M.M.S. LOCAL CHAPTER AND SEND YOU THIS PRACTICALLY PRICELESS MARVEL CERTIFICATE! (IT'S FIVE TIMES THE SIZE YOU SEE HERE!) YOU CAN HANG IT ON YOUR CLUBHOUSE WALL, OR PUT IT SOMEWHERE TOO HIGH TO READ AND TELL EVERYBODY IT'S YOUR DIPLOMA FROM OXFORD! AND, OL' SMILING STAN LEE WILL PERSONALLY AUTOGRAPH EACH AND EVERY CERTIFICATE... JUST TO PROVE HE CAN WRITE.



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HI, GANG! LET'S FACE IT! I'M A MARVEL MADMAN, TOO! HERE'S MY HARD-EARNED BUCK! NOW, THE LEAST YOU CAN DO IS RUSH ALL THOSE NUTTY GIZMOS REAL FAST, TO....

NAME _____ ADDRESS _____ CITY _____ STATE _____ AGE _____ SCHOOL, COLLEGE OR OCCUPATION _____

'NUFF SAID!

AND WE WON'T FORGET YOU MERRY MARCHERS! IN THE MONTHS THAT FOLLOW THERE'LL BE MORE SURPRISES TO COME!

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S-22



SPIDER'S WEB

Please address your letters to:
THE MARVEL COMICS GROUP
SECOND FLOOR
625 MADISON AV.
NEW YORK 10022
N.Y.

Dear Stan and Steve:

Bill Dubay, Keith McWalter and Jerry McCall are all wrong in their guesses about who the Green Goblin is. Only Mysterio would think of a costume or weapons like that. I say the Green Goblin is Mysterio. Am I right? When Spider-Man tackled those actors, he thought they were criminals. They would make a good idea for a Criminal Team. Why don't you have some real criminals dressed like that, attack Spidey? Why does Aunt May have to have such a pointed chin? Why don't you have Spider-Man, Torch, Daredevil and the X-men team up to form a "Super-Ten" group? It would make good reading. Probably, it would also make more headline headlines for Stan. Who did the darkroom work for your pictures in the Marvel Annual? Or who took those pictures? YEEH! We still don't know what half of Vince, all of Stan G. or Marty Goodman look like. Why does that flaming fathed, Torch, have to mess up things every time Spidey's about to capture his foes? When will you give Captain America his own comic? One scene that really got me, in the Spider-Man Annual, was J.J.J. talking to a spider. I figure he really went off the deep end. I especially liked the conversation between two of his employees when they saw him. One good thing about the Annual was those full page panels when Spidey clobbered each nut. Where can I get comics from the Golden Age of Comics? Does the Library of Congress have copies? Robert Ball, 505 So. Second Hugo, Oklahoma

We think they have 'em, Bob, but doubt that they'll sell them! As for the rest of your questions, have a heart! We'd need a fifty-hour day to answer them! But, maybe some of our faithful ol' readers have a few extra minutes—

Dear Stan and Steve:

Just thought I'd offer a few comments on the SPIDER-MAN ANNUAL #1, which I bought a couple of days ago. The annual contained so many excellent features that I can only go over them briefly. The full page scenes of Spider-Man in action against each member of the Sinister Six plus the gallery of villains were probably the high point of the book, although it would be hard to edge out the other great features. My only disappointment was that the Sinister Six, with all their collective brains and skills, didn't put up a better fight against the web-spinner. Only the Vulture came up with much of a new approach, depriving Spider-Man of his web. You notice that no villain lasted longer than four pages. Even a non-criminal with any sense could see that the evil-doers would have to team up to really get anywhere. But this is only a minor complaint about an otherwise superb effort on your part.

Kenneth S. Gallagher, 1409 Spring Valley Ter. Huntington, W. Va.

Thanks, Ken. You're absolutely right about the fact that the Sinister Six should have teamed up to battle Spidey—but, what could we ever do for an encore?

Dear Stan and Steve:

Now you've done it! Now you've gone and done it! In the words of Bashful Benjamin, you're making a nervous wreck out of I'd of me! Seriously though, SPIDER-MAN #18 is definitely the most original tale I have ever read, if not the best. I think it takes a lot more skill to write a series of stories illustrating the hero discredited than to write stories in which the hero swashbuckles around winning every battle and piling up honors. I especially liked

the Torch's comment, "I'd rather watch Dr. Doom reading nursery rhymes to the kiddies!" Somehow, the image conjured up by this remark had me in near-hysterics for hours! So please make haste and get #19 out extra quick, or I'm liable to go into a state of advanced shock just waiting! Yours pending #19's arrival.

David H. Fenimore, 400 Garden Lane
Bryn Mawr, Pennsylvania

Well, Davey, by the time this sees print #19 will have come and gone—and we hope you're back to normal by now!

Dear Stan and Steve:

On behalf of the Alpha Tau Kappa Hopeless House Social Protest Squad, it gives me great pride to tell you that Spider-Man has won the Comic Excellence Award for 1963-64. It was the feeling of all the S.P.S. members that Spider-Man's wit, actions, and graphic representations were vastly superior to those of any other candidates. The award, which is kept at Hopeless House, has been inscribed with Spider-Man's name and web, and Spider-Man himself has been made a member of the S.P.S. Congratulations and keep up the good work! Ronald R. Matthies, Regent, Alpha Tau Kappa 674 N. Grove St., Banning, Calif.

Never mind all that jazz, Ronnie! Where's our official membership pin???

THE MIGHTY MARVEL CHECKLIST

A Line-Up Of Some Of The Marvelous Mags On Sale Right Now:
FANTASTIC FOUR #36: At last! Mighty Marvel has created a NEW F.F.I. Don't miss the surprise sensation of the season when the FANTASTIC FOUR battles the dazzling, dangerous, dastardly different FRIGHTFUL FOUR!
AVENGERS #13: The Avengers have been almost all over, but never have they entered a place with the menace and mystery of "The Castle of Count Nefarious!" It's got that Bela Lugosi-ish flavor!
DAREDEVIL #6: And still another team of villains! But this one has a different gimmick! See why D.D. has become a winner in such a short time as you thrill to "The Fellowship Of Fear!"
THOR #113: It had to happen! At last the mighty Thor tells Jane his true identity! But, little does he dream it may cost him his life—especially with the grotesque Grey Gargoyle appearing from nowhere!
STRANGE TALES #130: Certain to be a sensation! The Torch and the Thing see the Beast! Dr. Strange is defeated by the dread Dormammu! And, we introduce an exciting new artist!
SUSPENSE #63: The one we've been promising you! Here it is: "The ORIGIN of Captain America!" Nuff said! Plus, another great fantasy-mystery starring the armored Avengers: Iron Man, vs. an unknown phantom!
ASTONISH #65: Another fabulous surprise! Walt till you see the NEW Giant-Man! New artist, new costume, and the same Marvel magic! And then you'll follow the incredible Hulk on a thundering rampage behind the Iron curtain!
SGT. FURY #15: The Howlers find a new mascot on one of their most dangerous missions! If you appreciate the best, don't miss "Too Small To Fight, Too Young To Die!" in the war magazine for people who hate war magazines!

Dear Stan and Steve:

Boyl! And people say you're too big headed. Were they mistaken! They got the wrong part of the body. You guys down there are big-headed. I think yours is the only comic group that gives free subscriptions to people. I mean that in the last few comics there was a boy who wrote in to

one of your letters sections saying that he was blind and his brother reads him the comics he buys. And out of the clear blue sky you give him a free subscription. I only read two of these cases, but I'm sure there were more that I missed. My father says that these letters are fakes, and that you make them up. But we know differently, don't we? Keep these subscriptions up. It makes a guy feel good to read about your big-heartedness.

Bob Sankner, 109 Pulaski Avenue
Carteret, New Jersey

Thanks for the kind words, Bobby! As for these letters being fakes, we almost wish it were true! It would be a lot easier to write these letter pages if we could just make 'em up ourselves!

Dear Stan and Steve:

Why do you ever-loving, pen-pushing, ink-slopping boys down at Marvel comics hate Spider-Man? In all my life I have never read any magazine which, like yours, makes things tough for its own hero. I have hundreds of comics at home and most of them are Marvel, 'cause they're the best. Every time I get a new SPIDER-MAN comic, he's in worse trouble with the public. Why don't you let him finish at least one fight without being hampered by a sprained ankle, or numb arms and legs? Why can't he just have minor problems like fighting for his life, or simple things like that? Artwork: Probably the greatest and most explicitly enticing bit of workmanship in the world today. Stories: Without a doubt the most original, clever, miraculously offbeat and great in the country's history. Coloring: Coloring like that found only in the great surging rainbows in the galaxy. Spelling: More than likely done with one of the hands of the legendary Gods of Asgard. Editor's Notes: Without a doubt the most informative tid-bits since the invention of the encyclopedia.

Tip Daniels, 971 Bonneville Way
Tooele, Utah

And Fans: Wonderful enough to warm an editor's jaded heart!



Dear Stan and Steve:

I have a question to ask about the artwork in your mags. Who colors the pictures? Is it the penciller or the inker? Steve Chapman, 330 Skokie Lane
Glencoe, Illinois

Glad you asked, Steve! This has puzzled many people, and the answer is: Neither! Our coloring is done by a fellow who specializes just in coloring comic magazines. So, whenever you see colors that don't ring the bell, it really isn't the fault of the penciller or inker. In fact, it usually isn't the colorer's fault, either! Often the engraver, thru no fault of his own, working against time, might misinterpret the colorer's guide! Is that confusing enough for you, pal?

Dear Stan and Steve:

The latest SPIDER-MAN was great! It had a lot of action in it which is one thing I'm not one bit against! My mom and I had an argument. She says you have your Spider-Man stories written 'way before you put them on the stands. I disagree. Please answer this so I can prove I am right.

George L. Handler, R.R. #1
Easton, Illinois

Aw, c'mon, Georgie! You're puttin' us on! It would be a pretty neat trick if we could write our yarns after they're put on the stands, wouldn't it? Tell Mom to go to the head of the class!

Dear Stan and Steve:

I am 20 years of age and of reasonable intelligence. I attend the Ohio Wesleyan University. I am an English major. I wallow in Dickens, Shakespeare, Keats, Johnson, O'Hara, Shelley, etc., etc. ad nauseum, and I adore Marvel Comics! But let me tell you how I discovered them... While concurring with an honors graduate of Kenyon College (now with the Peace Corps in Bahar, India) he recommended your comics as an antidote to those post-fielding blues! Magnificent! I am your devoted fan and will do my best to spread the word to the stuffy young intellectuals I encounter. Keep up the good work! May I use quotes from various issues in upcoming papers? Proper footnotes, natch.

Wendy Bell, 3643 Tilden St., N.W.
Washington, D. C.

Sure, honey, quote us to your heart's content! And you can send our diplomas to the same address!

Dear Stan and Steve:

You took a big chance with SPIDER-MAN #18. The reply could have been "It was a lousy issue, with no plot, no action, nothing!" But your gamble paid off. SPIDER-MAN #18 was the best Marvel issue ever! Quoting you, "The Story We Never Expected To Read!" Only the Mighty Marvel Madmen would attempt such an off-beat issue. A truly different tale! The artwork in this issue was simply terrific, except for J. Jonah's smile! (That was a smile?) Especially J. Jonah's cheeks on page 14, panel 2. But SPIDER-MAN #18 is a comic that will go down in comic history!

Howard Kurtz & Ronald Eisentein, 2533 Batchelder St.
Brooklyn, N. Y. 11235

Okay by us, fellas—so long as it isn't too far down!

Dear Stan and Steve:

You call SPIDER-MAN "A web-head!" I think it's Stan that's the "web-head!" Your art work and lettering are the best they have been in a long time; even your plots aren't bad, until the end of the stories! I think you've worn the idea of people hating Spider-Man, and Aunt May's sickness, a little thin. For once, I would like to see Spider-Man come out on top: You're wrong when you assume people quickly forget the good you have done when you make a mistake! As for J.J., he can soak his head in a barrel of water and forget to come up. Another thing I am tired of is Betty always misunderstanding Peter. I think it's about time he cured her. Congratulations on finally admitting that Torch really likes Spider-Man. They make a great team.

Timothy Scott, 6513-28th Avenue
Kenosha, Wisconsin

Or, as jolly Jonah would say: "Yeah, they make a great team all right—of what?"

SPECIAL ANNOUNCEMENTS SECTION:

—You're probably wondering where we go from here with Spidey? Well, if it'll make you feel better, we're wondering too! But, by the time we get down to the bottom of this page, we'll probably have something figured out!

—You've probably all mailed your M.M.M.S. coupons by now, as every loyal web-spinner should! Which means you're now a member of the most off-beat, mixed-up marching society this side of Yancy Street! And, if you haven't joined yet, don't worry—we'll still love you! (Although we can't guarantee how the rest of the world will react to your injudicious decision!)

—By the way, do us a big favor, willya? Much as we flip over your fan mail, try and keep your letters short—please! With all the mail we receive daily, it's becoming virtually impossible to take the time to scan letters which are many pages in length! So say what you want to, but do it in as few words as possible—and give Stan and Steve time to turn out another ish of Spidey! Thanks a heap!

—Ah-h! We told you we'd figure something out for SPIDER-MAN #23 before we finished! We've decided to bring back one of the most popular new foes Spidey's ever fought—and, as if that's not enough, you'll see of Web-Head in action against some real, down-to-earth gun-totin' rootin'-tootin' mobsters and crooks! It'll be fast, furious, and fascinating—and if you miss it, we'll cry ourselves to sleep! So face front, and keep your marching shoes handy!

GIVE ME JUST ONE EVENING and I'LL TEACH YOU TO HYPNOTIZE EASILY!



Hypnotize others quickly, easily---perform
HYPNOTIC FEATS with EASE! Amaze friends!
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YES, it's true! You can hypnotize easily so QUICKLY and simply you'll be amazed! And it doesn't take special talents or long months of study. The very first day you receive this miracle GUIDE TO HYPNOTISM you'll be able to perform wonders that will astound everyone. It's that SIMPLE... WHEN YOU KNOW HOW.



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HOW TO DEVELOP NEW
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CURING BAD HABITS

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THE CENTER OF
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HOW TO ENTERTAIN

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For years the knowledge of how to produce hypnotic sleep has been so used but only a few have mastered this art. But now the veil of secrecy has been lifted and the innermost SECRETS and techniques revealed. The fact is that Hypnotism is a scientific fact that most anyone with average intelligence can learn. Once you know the secrets and methods you can bring about this strange and wonderful control that has been used by doctors, psychiatrists and entertainers in the past. Yes, now this remarkable phenomena will be yours to use for pleasure, self-development and countless other benefits.

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First, you must understand that what another person does with Hypnotism, you can also learn to do. A person who has learned to Hypnotize may make people cry, laugh, shout, stop smoking, recall childhood memories, get folks to sing, dance... do many things. And the most amazing thing of all is---HOW EASY IT IS TO DO!

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Here at last complete and easily learned course in Hypnotism. In three short, simple chapters you learn the secrets of Hypnotism and how to Hypnotize. No long, technical, mumbo-jumbo explanations are given. The entire 23 lesson Guide to Hypnotism is written in plain, SIMPLE language that anyone with average intelligence can understand. After the third lesson you are able to begin performing countless techniques clearly explained in the next 20 lessons. You may learn how to cure bad habits in yourself and others, how to BUILD PERSONAL MAGNETISM. And you'll learn how to MAKE

MONEY with your new power by entertaining at parties, lodges, club meetings, etc. Truly, this knowledge will give you a NEW SURGE OF CONFIDENCE unlike any you have known.

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Hypnotize quickly! This method of hypnotism is easy to learn. It shows step by step how to bring on the hypnotic trance and how to terminate the trance. You get clear, easy to follow instructions. You will find it a great aid for self improvement. It will help you develop self confidence.

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Now Available a Complete and authentic course on Hypnotism at a low, low price. Doctors and students have PAID hundreds of DOLLARS for personal instructions in Hypnotism, when obtainable. Knowledge such as this can be useful to the user over the years. Yet, due to printing economies, large press runs and also by the elimination of

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EARL GROSS, Hanover, Ont., has spare-time Radio-TV service shop. Does work for four dealers. W. F. KLINE, Cincinnati, Ohio, went from factory laborer to his own business with sales of \$158,000 in one year. F. W. COX, Hollywood, Calif., averaged \$150 a month spare time while training, now has his own full time business. E. DUANE BITNER, Northfield, N.J., works on missiles. He says, "NRI training gave me the biggest boost in my life."

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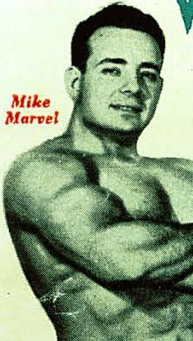
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Fal—do YOURSELF a favor! Take a good long look in a mirror. Do you see a puny, starved body—scrawny arms—lony shoulders—a flabby stomach and skinny legs? Do they laugh and grin when you take off your shirt?

RELIEVE IT OR NOT—I can add solid pounds of rippling, steely he-man MEAT to your bumpy, fat, lony arms and lony shoulders. I can take that careworn, flabby MAN-MUSCLE and build on six rugged inches of strong sleek MAN-MUSCLED BRAWN. I can take that scrawny MAN-MAN with GIANT RIPPLING DYNAFLEX MUSCLES that will have them gasping with awe and admiration! And with NO tiring exercise. NO high-priced bar-bells or gym equipment!

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STRONG-MAN BODY THAT'S ADMIRABLE!

Be honest. Down deep you KNOW you envy the boy with the virile, magnificent build. Every man and boy secretly desires a broad brawny back, a solid man-muscled chest, handsome he-man shoulders, arms rippling with tough, steely sinews, a narrow waist, slim hips and springy, power-packed legs. Be a fellow with TWO-PISTED BIG MUSCLE APPEAL. They only laugh at skinny guys or "fats". Let me give you a glowing new body, brimming over with energy and irresistible inches of solid muscle on your chest—he-man appeal. I can build three inches of beef and brawn on your shoulders. I will mold you a handsome super-body of terrific strength, give you a crushing grip, legs crammed with steel springs. A lean fast rock-solid punch-proof midsection. Pack your body with energy and stamina that will help make you popular.

GIVE ME TEN MINUTES A DAY —THAT'S ALL!

After DYNAFLEX, you'll be able to roll up your sleeves and take off your shirt and, for the first time in your life, you'll be PROUD of your manly build. Yes, pal, say goodbye to your weak, flabby frame—get ready for adventure and romance with a solid physique that glows and vibrates with virile he-man appeal. You'll be happy to have people stare your MAGNIFICENT HE-MAN MUSCLES at the beach or gym. And when the fellows stare with envy and jealousy—when friends crowd around to squeeze your iron biceps, touch your bulging brawny chest—when they ask in amazement HOW you did it—tell them about the Magic Secret of DYNAFLEX!

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